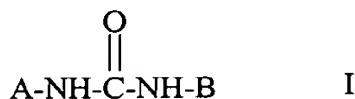


1. A method for the treatment of cancerous cell growth mediated by raf kinase comprising administering a compound of formula I



wherein B is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n , wherein n is 0-3 and each X is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_2\text{-C}_{10}$ alkenyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per halo-substituted $\text{C}_2\text{-C}_{10}$ alkenyl, up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkoxy, up to per halo-substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, and $-\text{Y-Ar}$;

wherein R^5 and $\text{R}^{5'}$ are independently selected from H, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_2\text{-C}_{10}$ alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per-halosubstituted $\text{C}_2\text{-C}_{10}$ alkenyl and up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

wherein Y is $-\text{O}-$, $-\text{S}-$, $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, $-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $-(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5\text{NR}^{5'}-$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5-$, $-(\text{CH}_2)_m\text{S}-$, $-(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a$, $-\text{CX}^a_2-$, $-\text{S}-(\text{CH}_2)_m-$ and $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$,

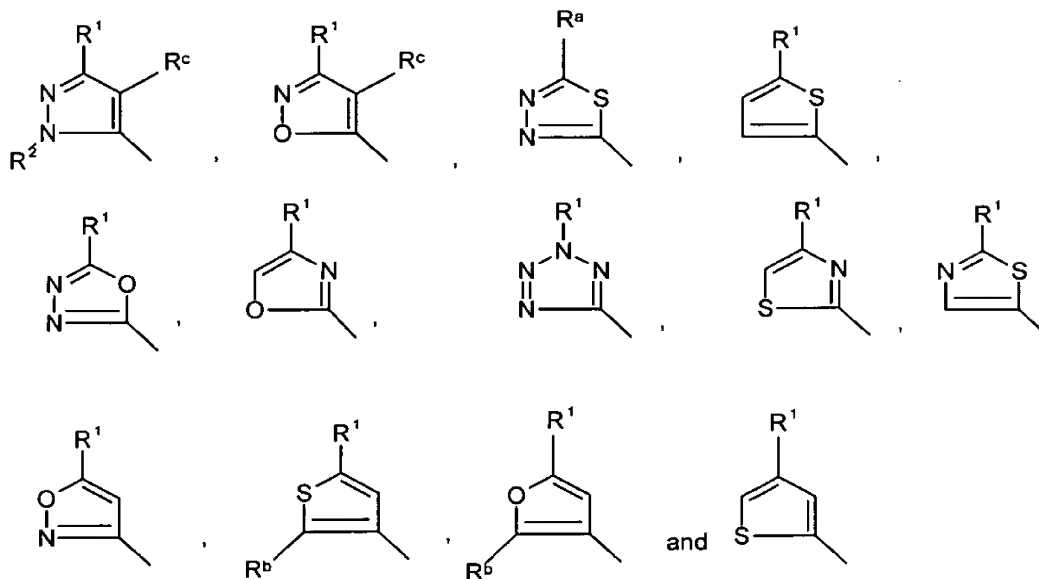
$m = 1-3$, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $=\text{O}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{NR}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $\text{SO}_2\text{NR}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per halo-substituted $\text{C}_1\text{-C}_{10}$ alkyl, and up

to per halo-substituted C₃-C₁₀ cycloalkyl,

and

A is a heteroaryl moiety selected from the group consisting of



wherein

R¹ is selected from the group consisting of halogen, C₃-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₁-C₁₃ heteroaryl, C₆₋₁₄ aryl, C₇₋₂₄ alkaryl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₃ heteroaryl, up to per-halosubstituted C₆₋₁₄ aryl, and up to per-halosubstituted C₇₋₂₄ alkaryl;

R² is selected from the group consisting of H, -C(O)R⁴, -CO₂R⁴, -C(O)NR³R^{3'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, substituted C₇-C₂₄ alkaryl and substituted C₄-C₂₃ alkheteroaryl,

where R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁴, -C(O)-NR³R^{3'}, -NO₂, -OR⁴, -SR⁴, and halogen up to per-halosubstitution,

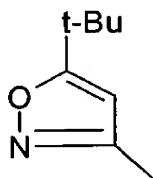
wherein R^3 and $R^{3'}$ are independently selected from the group consisting of H, $-OR^4$, $-SR^4$, $-NR^4R^{4'}$, $-C(O)R^4$, $-CO_2R^4$, $-C(O)NR^4R^{4'}$, C_1 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, , phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, and up to per-halosubstituted, phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl; and

wherein R^4 and $R^{4'}$ are independently selected from the group consisting of H, C_1 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, and up to per-halosubstituted, phenyl, pyridinyl, naphthyl, isoquinolinyl or quinolinyl

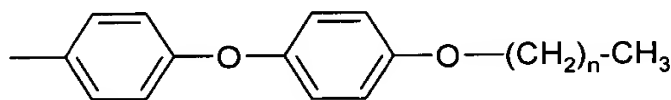
R^a is C_1 - C_{10} alkyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl and up to per-halosubstituted C_3 - C_{10} cycloalkyl; and

R^b is hydrogen or halogen,

R^c is hydrogen, halogen, C_1 - C_{10} alkyl, up to per-halosubstituted C_1 - C_{10} alkyl or combines with R^1 and the ring carbon atoms to which R^1 and R^c are bound to form a 5- or 6-membered cycloalkyl, aryl or hetaryl ring with 0-2 members selected from O, N and S; subject to the proviso that where A is

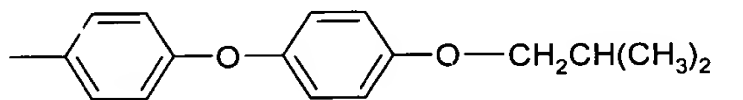


B is not

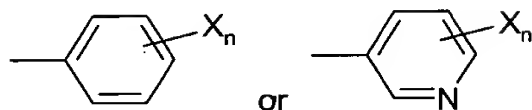


wherein $n = 2-4$,

or



2. A method as in claim 1, wherein B is



which is substituted or unsubstituted by halogen, up to per-halosubstitution, and wherein

$n = 1-3$ and

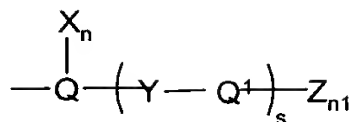
each X is independently selected from the group consisting of C_{1-4} alkyl, up to per-halosubstituted C_{1-4} alkyl and $-Y-Ar$;

wherein Y is $-O-$, $-S-$, $-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5NR^{5'}-$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a$, $-CX^a_2-$, $-S-(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,

$m = 1-3$, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-CN$, $=O$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-C(O)R^5$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, C_3-C_{10} cycloalkyl up to per halo-substituted C_1-C_{10} alkyl, and up to per halo-substituted C_3-C_{10} cycloalkyl, wherein R^5 and $R^{5'}$ are independently selected from H, C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_3-C_{10} cycloalkyl, up to per-halosubstituted C_1-C_{10} alkyl, up to per-halosubstituted C_2-C_{10} alkenyl and up to per-halosubstituted C_3-C_{10} cycloalkyl

3. A method of claim 1, wherein B is



wherein

Y is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-,
-CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

Q is phenyl or pyridinyl,

substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinoliny,
isoquinoliny, phthalimidiny, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl,
thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl,
benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-
halosubstitution,

X, Z, n and n1 are as defined in claim 1, and s = 0 or 1.

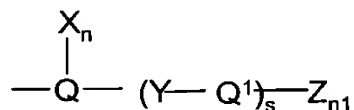
4. A method as in claim 3, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-
halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl,
quinoline, isoquinoline, imidazole and benzothiazolyl, substituted or unsubstituted by halogen,
up to per-halo substitution, and

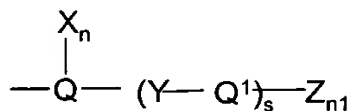
each X is independently selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷,
wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group
consisting of hydrogen, C₃-C₁₀-alkyl, and C₃-C₆-cycloalkyl wherein R⁶ and R⁷ can be substituted
by halogen or up to per-halosubstitution.

6. A method as in claim 5, wherein B is of the formula



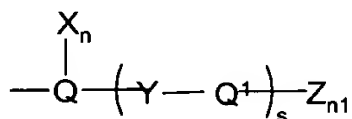
wherein Q is phenyl or pyridinyl, optionally substituted by halogen up to per-halosubstitution, Q¹ is pyridinyl, phenyl or benzothiazolyl optionally substituted by halogen up to per-halosubstitution, Y is -O-, -S-, -CH₂S-, -SCH₂-, -CH₂O-, -OCH₂- or -CH₂-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl and Z is as defined in claim 1 n = 0 or 1, s = 1 and n1 = 0-1.

10. A method as in claim 9, wherein B is of the formula



Q is phenyl or pyridinyl, optionally substituted by halogen up to per-halosubstitution, Q¹ is pyridinyl, phenyl or benzothiazolyl optionally substituted by halogen up to per-halosubstitution, Y is -O-, -S-, -C(O)- or -CH₂-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl and Z is as defined in claim 1 CH₃, n = 0 or 1, s = 0 or 1 and n1 = 0 or 1.

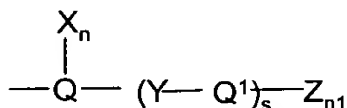
14. A method as in claim 13, wherein B is of the formula



Q is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Q¹ is

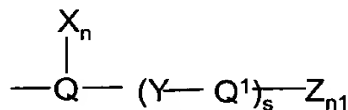
a⁴ cancelled
phenyl, benzothiazolyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Y is -O-, -S- or -CH₂-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl, Z is as defined in claim 1 n = 0 or 1, s = 1, and n1 = 0 or 1.

18. A method as in claim 17, wherein B is of the formula



wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Y is -O- or -S-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl, Z is as defined in claim 1, n = 0 or 1, s = 0 or 1 and n1 = 0-2.

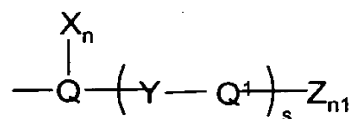
22. A method as in claim 21, wherein B is of the formula



wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Y is -O- or -S-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl, s = 1, Z is as defined in claim 1, n = 0 or 1 and n1 = 0 or 1.

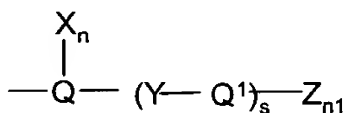
a⁷

26. A method as in claim 25, wherein B is up to per-halosubstituted phenyl, up to perhalosubstituted pyridinyl, or of the formula



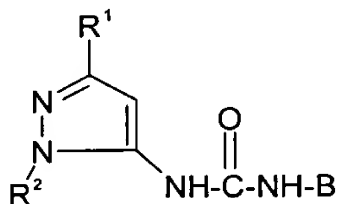
a7
cancel-
wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, and Y is -O- or -S-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl, Z is as defined in claim 1, n = 0 or 1, s = 0 or 1 and n1 = 0-2.

29. A method as in claim 28, wherein B is of the formula



wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, and Y is -O- or -S-, X is C₁-C₄ alkyl or up to per-halosubstituted C₁-C₄ alkyl, Z is as defined in claim 1, n = 0 or 1, s = 0 or 1 and n1 = 0-2.

31. A compound of the formula



wherein R² is selected from the group consisting of H, -C(O)R⁴, -CO₂R⁴, -C(O)NR³R^{3'}, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, substituted C₁-C₁₀ alkyl, substituted C₃-C₁₀ cycloalkyl, where if R² is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁴, -C(O)-NR³R^{3'}, -NO₂, -OR⁴, -SR⁴, and halogen up to per-halosubstitution, wherein R³ and R^{3'} are independently selected from the group consisting of H, C₁-C₁₀

alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl; and up to per-halosubstituted C₃-C₁₀ cycloalkyl, and

wherein R⁴ and R^{4'} are independently selected from the group consisting of H, C₁-C₁₀ alkyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl and up to per-halosubstituted C₃-C₁₀ cycloalkyl,

wherein R¹ is selected from the group consisting of C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl and up to per-halosubstituted C₃-C₆ cycloalkyl,

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl, or naphthyl;
substituted by phenyl, pyridinyl or -Y-Ar,

wherein the cyclic structures of B are optionally substituted by halogen, up to per halo,
and optionally substituted by X¹_n
and wherein

A9 cont
n = 0-2; each X¹ is independently selected from the group of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -NO₂, -NR⁵R^{5'}, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₁₋₁₀-alkoxy, C₃-C₁₀ cycloalkyl, -SR⁵, -NR⁵C(O)OR^{5'}, NR⁵C(O)R^{5'}, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, substituted C₃-C₁₀ cycloalkyl,

wherein if X¹ is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-halosubstituted C₁-C₁₀ alkyl; up to per-halosubstituted C₂₋₁₀-alkenyl; and up to per-halosubstituted C₃-C₁₀ cycloalkyl,

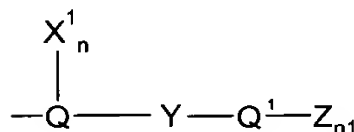
wherein Y is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a, -CX^a₂-, -S-(CH₂)_m- and -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl,

phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to perhalo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, and substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, and $\text{C}_3\text{-C}_{10}$ cycloalkyl.

32. A compound of claim 31, wherein B is



wherein

Y is selected from the group consisting of $-\text{O}-$, $-\text{S}-$, $-\text{CH}_2-$, $-\text{SCH}_2-$, $-\text{CH}_2\text{S}-$, $-\text{CH}(\text{OH})-$, $-\text{C}(\text{O})-$, $-\text{CX}^a_2$, $-\text{CX}^a\text{H}-$, $-\text{CH}_2\text{O}-$, and $-\text{OCH}_2-$,

X^a is halogen,

Q is phenyl or pyridinyl substituted or unsubstituted by halogen, up to perhalosubstitution;

Q^1 is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl,

benzothiazolyl or benzisothiazolyl, X^1 is C_1 - C_4 alkyl or halosubstituted C_1 - C_4 alkyl up to per halo,

Z, n and n1 are as defined in claim 31.

33. A compound of claim 32, wherein

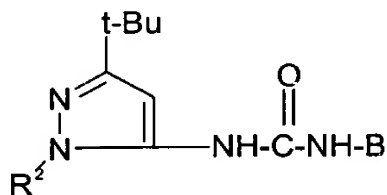
Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q^1 is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, and X^1 is as defined in claim 32, and

Z is selected from the group consisting of $-R^6$, $-OR^6$ and $-NHR^7$, wherein R^6 is hydrogen, C_1 - C_{10} -alkyl or C_3 - C_{10} -cycloalkyl and R^7 is selected from the group consisting of hydrogen, C_3 - C_{10} -alkyl, and C_3 - C_6 -cycloalkyl wherein R^6 and R^7 can be substituted by halogen or up to per-halosubstitution.

34. A compound of claim 32, wherein Q is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Q^1 is pyridinyl, phenyl or benzothiazolyl optionally substituted by halogen up to per-halosubstitution, Y is $-O-$, $-S-$, $-CH_2S-$, $-SCH_2-$, $-CH_2O-$, $-OCH_2-$ or $-CH_2-$, X^1 is as defined in claim 32, and Z is $-SCH_3$, or $-NH-C(O)-C_pH_{2p+1}$, wherein p is 1-4, n = 0 or 1 and n1 = 0-1 .

35. A compound of the formula



wherein R^2 is as defined in claim 31 and B is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n ,

wherein n is 0-3 and each X is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^5$, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl, C_1 - C_{10} alkoxy, C_3 - C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per halo-substituted C_1 - C_{10} alkyl, up to per halo-substituted C_2 - C_{10} alkenyl, up to per halo-substituted C_1 - C_{10} alkoxy, up to per halo-substituted C_3 - C_{10} cycloalkyl, and $-Y-Ar$;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl, C_3 - C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_2 - C_{10} alkenyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, and up to per-halosubstituted phenyl, pyridinyl, naphthyl, isoquinolinyl and quinolinyl

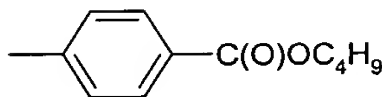
wherein Y is $-O-$, $-S-$, $-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5NR^{5'}$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a$, $-CX^a_2-$, $-S-(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,

$m = 1-3$, and X^a is halogen; and

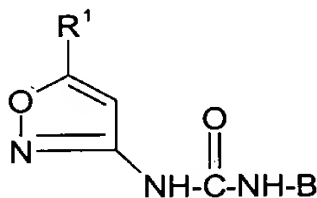
Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-CN$, $=O$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)NR^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-C(O)R^5$, $-NR^5C(O)R^5$, $-SO_2R^5$, $SO_2NR^5R^{5'}$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxyl, C_3 - C_{10} cycloalkyl, up to per halo-substituted C_1 - C_{10} alkyl, and up to per halo-substituted C_3 - C_{10} cycloalkyl,

subject to the proviso that where R^a is methyl

B is not



37. A compound of the formula



wherein R¹ is selected from the group consisting of C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl and up to per-halosubstituted C₃-C₁₀ cycloalkyl;

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl or naphthyl which is substituted by X, optionally substituted by halogen, up to per-halosubstitution, and optionally substituted by X¹_n wherein n = 0-2;

each X¹ is independently selected from the group of X or from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -NO₂, -NR⁵R^{5'}, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₁₋₁₀-alkoxy, C₃-C₁₀ cycloalkyl, and C₆-C₁₄ and

X is selected from the group consisting of -SR⁵, -NR⁵C(O)OR^{5'}, NR⁵C(O)R^{5'}, C₃-C₁₃ heteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, and -Y-Ar, and

wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen

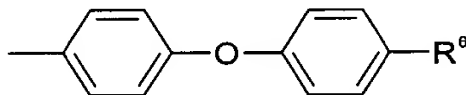
up to per-halosubstitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, C_6 - C_{14} aryl, C_3 - C_{13} heteroaryl, C_7 - C_{24} alkaryl, C_4 - C_{23} alkheteroaryl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, and up to per-halosubstituted C_3 - C_{10} cycloalkyl, wherein Y is - O-, -S-, -N(R^5)-, $-(CH_2)_m$ -, -C(O)-, -CH(OH)-, $-(CH_2)_mO$ -, $-NR^5C(O)NR^{5'}R^{5'}$ -, $-NR^5C(O)$ -, -C(O) NR^5 -, $-(CH_2)_mS$ -, $-(CH_2)_mN(R^5)$ -, $-O(CH_2)_m$ -, $-CHX^a$ -, $-CX^a_2$ -, $-S-(CH_2)_m$ - and $-N(R^5)(CH_2)_m$ -,

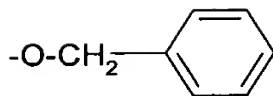
$m = 1-3$, and X^a is halogen; and

Ar is wherein B is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $=O$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^5$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, C_3 - C_{10} cycloalkyl, substituted C_1 - C_{10} alkyl, and substituted C_3 - C_{10} cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $=O$, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^5$, $-NR^5C(O)OR^{5'}$, C_1 - C_{10} alkyl, C_1 - C_{10} alkoxy, and C_3 - C_{10} cycloalkyl, subject to the proviso that where R^1 is t-butyl,

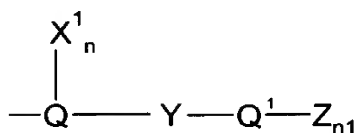
B is not



wherein R^6 is $-NHC(O)-O$ -t-butyl, $-O$ -n-pentyl, $-O$ -n-butyl, $-O$ -n-propyl, $-C(O)NH-(CH_3)_2$, $-OCH_2CH(CH_3)_2$, or



38. A compound of claim 37, wherein B is



A¹⁰ cont. Y is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH)-, -C(O)-, -CX^a₂-, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

Q is phenyl or pyridinyl substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, unsubstituted or unsubstituted by halogen up to per-halosubstitution, X¹ is C₁-C₄ alkyl or halosubstituted C₁-C₄ alkyl up to per halo, and

Z, n and n1 are as defined in claim 37.

39. A compound of claim 38, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, X¹ is as defined in claim 38 and

Z is selected from the group consisting of $-R^6$, $-OR^6$ and $-NHR^7$, wherein R^6 is hydrogen, C_1 - C_{10} -alkyl or C_3 - C_{10} -cycloalkyl and R^7 is selected from the group consisting of hydrogen, C_3 - C_{10} -alkyl, and C_3 - C_6 -cycloalkyl wherein R^6 and R^7 can be substituted by halogen or up to per-halosubstitution.

40. A compound of claim 38, wherein Q is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Q^1 is pyridinyl, phenyl or benzothiazolyl optionally substituted by halogen up to per-halosubstitution, Y is $-O-$, $-S-$, $-C(O)-$ or $-CH_2-$, X^1 is as defined in claim 38, Z is $-NH-C(O)-C_pH_{2p+1}$, wherein p is 1-4, $-CH_3$, $-OH$, $-OCH_3$, $-OC_2H_5$, $-CN$ or $-C(O)CH_3$, n = 0 or 1, and n1 = 0 or 1.

41. A compound as in claim 37 selected from the group consisting of:

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-hydroxyphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-acetylphenyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-benzoylphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-phenyloxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methylaminocarbonylphenyl)-thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-(1,2-methylenedioxy)phenyl)-oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(4-pyridinyl)methylphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)oxyphenyl)urea;

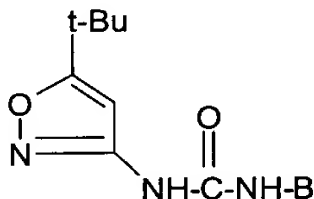
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(4-methyl-3-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(4-(3-methyl-4-pyridinyl)oxyphenyl)urea;
N-(5-*tert*-Butyl-3-isoxazolyl)-*N'*-(3-(2-benzothiazolyl)oxyphenyl)urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(2-methyl-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-carbamoyl)pyridyl)oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-thiophenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;
N-(5-*tert*-butyl-3-isoxazolyl)-*N'*-(4-(3-methylcarbamoyl)phenyl)oxyphenyl) urea;
 and pharmaceutically acceptable salts thereof.

42. A compound of the formula



wherein B is 5-methyl-2-thienyl or selected from the group consisting of phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothieryl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, substituted by one or more substituents independently selected from the group consisting of halogen, up to per-halosubstitution, and X_n ,

wherein n is 0-3 and each X is independently selected from the group consisting of -CN, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, C_1 - C_{10} alkyl, C_2 - C_{10} alkenyl, C_1 - C_{10} alkoxy, C_3 - C_{10} cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl, up to per halo-substituted C_1 - C_{10} alkyl, up to per halo-substituted C_2 -

C₁₀ alkenyl, up to per halo-substituted C₁-C₁₀ alkoxy and, up to per halo-substituted C₃-C₁₀ cycloalkyl,

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂-C₁₀ alkenyl, C₃-C₁₀ cycloalkyl, phenyl, pyridinyl, naphthyl, isoquinolinyl, quinolinyl up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂-C₁₀ alkenyl, and up to per-halosubstituted C₃-C₁₀ cycloalkyl,

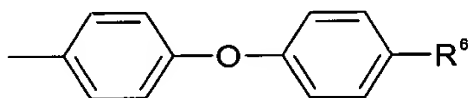
wherein Y is - O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵ NR^{5'}-, -NR⁵C(O)-, -C(O)NR⁵-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a, -CX^a₂-, -S-(CH₂)_m- and -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

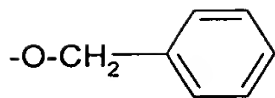
Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1},

wherein n1 is 0 to 3 and each Z is independently selected from the group consisting of - CN, =O, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)- NR⁵, -NO₂, -OR⁵, - SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, - C(O)R⁵, -NR⁵C(O)R^{5'}, -SO₂R⁵, SO₂NR⁵R^{5'}, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxyl, C₃-C₁₀ cycloalkyl, up to per halo-substituted C₁-C₁₀ alkyl and up to per halo-substituted C₃-C₁₀ cycloalkyl; subject to the proviso that

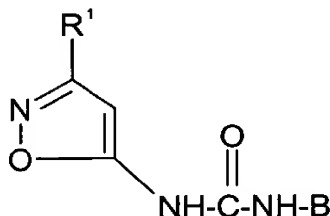
B is not



wherein R⁶ is -NHC(O)-O-t-butyl, -O-n-pentyl, -O-n-butyl, -O-n-propyl, -C(O)NH-(CH₃)₂, -OCH₂CH(CH₃)₂, or



43. A compound of the formula



A¹⁰ cont. wherein R¹ is selected from the group consisting of C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl, and up to per-halosubstituted C₃-C₆ cycloalkyl, and

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl or naphthyl, which is substituted by X, optionally substituted by halogen, up to per-halosubstitution, and optionally substituted by X¹_n, wherein n = 0-2;

each X¹ is independently selected from the group of X or from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -NO₂, -NR⁵R^{5'}, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₁₋₁₀-alkoxy, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl and C₇-C₂₄ alkaryl, and

X is selected from the group consisting of -SR⁵, -NR⁵C(O)OR^{5'}, NR⁵C(O)R^{5'}, C₃-C₁₃ heteroaryl, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, substituted C₃-C₁₀ cycloalkyl, substituted C₆-C₁₄ aryl, substituted C₃-C₁₃ heteroaryl, and -Y-Ar, and wherein if X is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halosubstitution;

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₃-C₁₀ cycloalkyl, C₆-C₁₄ aryl, C₃-C₁₃ heteroaryl, C₇-C₂₄ alkaryl, C₄-C₂₃ alkheteroaryl, up to per-

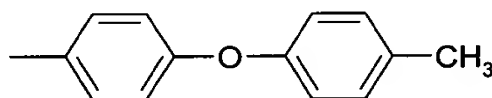
halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂₋₁₀-alkenyl, and up to per-halosubstituted C₃-C₁₀ cycloalkyl, wherein Y is - O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a, -CX^a₂-, -S-(CH₂)_m- and -N(R⁵)(CH₂)_m-,

m = 1-3, and X^a is halogen; and

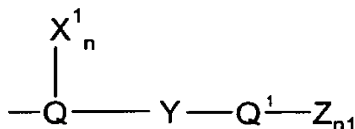
Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1}, wherein n1 is 0 to 3 and each Z is independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, =O, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, -SO₂R⁵, -SO₂R⁵R^{5'}, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, C₃-C₁₀ cycloalkyl, substituted C₁-C₁₀ alkyl; and substituted C₃-C₁₀ cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)NR⁵R^{5'}, =O, -OR⁵, -SR⁵, -NO₂, -NR⁵R^{5'}, -NR⁵C(O)R^{5'} and -NR⁵C(O)OR^{5'}, C₁-C₁₀ alkyl, C₁-C₁₀ alkoxy, and C₃-C₁₀ cycloalkyl,

and where R¹ is -CH₂-t-butyl,

B is not



44. A compound of claim 43, wherein B is



wherein

Y is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

Q is phenyl or pyridinyl substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, unsubstituted or unsubstituted by halogen up to per-halosubstitution,

Q¹⁰ cont
Z, n and n1 are as defined in claim 43 and X¹ is C₁-C₄ alkyl or halosubstituted C₁-C₄ alkyl up to per halo.

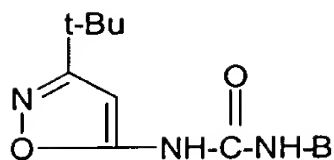
45. A compound of claim 44, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, X¹ is as defined in claim 44 and

Z is selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷, wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group consisting of hydrogen, C₃-C₁₀-alkyl, and C₃-C₆-cycloalkyl, wherein R⁶ and R⁷ can be substituted by halogen or up to per-halosubstitution.

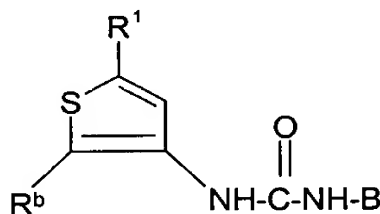
46. A compound of the formula



wherein B is as defined in claim 1.

47. A compound of claim 44, wherein Q is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl, benzothiazolyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, Y is -O-, -S- or -CH₂-, X¹ is as defined in claim 44, n = 0 or 1, Z is -CH₃, -Cl-, OC₂H₅ or -OCH₃, and n₁ = 0 or 1.

49. A compound of the formula



wherein R¹ is selected from the group consisting of C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl and up to per-halosubstituted C₃-C₆ cycloalkyl,

R^b is hydrogen or halogen and

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl, or naphthyl substituted by phenyl, pyridinyl or -Y-Ar,

wherein the cyclic structures of B are optionally substituted by halogen, up to per halo, and optionally substituted by X¹_n and

wherein n = 0-2; each X¹ is independently selected from the group consisting of CN, -OR⁵, -NR⁵R^{5'}, C₁-C₁₀ alkyl; -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -SR⁵, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₃-C₁₀ cycloalkyl, substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, and substituted C₃-C₁₀ cycloalkyl,

wherein if X¹ is a substituted group, it is substituted by one or more substituents

independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NO}_2$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$ and halogen up to per-halo substitution;

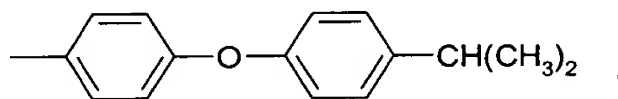
wherein R^5 and $\text{R}^{5'}$ are independently selected from H, $\text{C}_1\text{-C}_{10}$ alkyl, C_{2-10} -alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per-halosubstituted C_{2-10} -alkenyl; and up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein Y is $-\text{O}-$, $-\text{S}-$, $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, $-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $-(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5-$, $-(\text{CH}_2)_m\text{S}-$, $-(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a$, $-\text{CX}^a_2-$, $-\text{S}-(\text{CH}_2)_m-$ and $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$, $m = 1-3$, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} ,

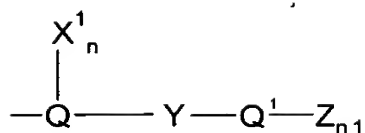
wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})-\text{NR}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, and substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, and $\text{C}_3\text{-C}_{10}$ cycloalkyl,

subject to the proviso that where R^1 is t-butyl and R^b is H, B is not of the formula



50. A compound of claim 49, wherein B is



wherein

Y is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, optionally substituted by halogen up to per-halosubstitution,

X¹ is C₁-C₄ alkyl or halosubstituted C₁-C₄ alkyl up to per halo, and

Z, n and n1 are as defined in claim 49.

51. A compound of claim 50, wherein

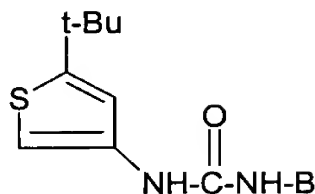
Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, substituted or unsubstituted by halogen, up to per-halo,

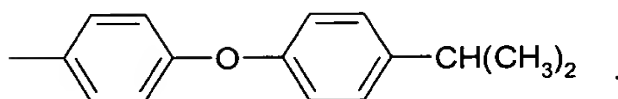
X¹ is as defined in claim 50 and

Z is selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷, wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group consisting of hydrogen, C₃-C₁₀-alkyl, and C₃-C₆-cycloalkyl wherein R⁶ and R⁷ can be substituted by halogen or up to per-halosubstitution.

52. A compound of the formula



wherein B is as defined in claim 1, subject to the proviso that B is not of the formula



53. A compound of claim 50, wherein

Q is phenyl optionally substituted by halogen up to per-halosubstitution,

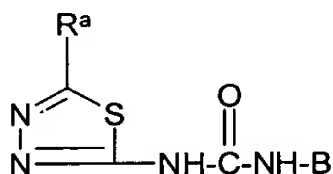
Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, and

Y is -O- or -S-, Z is -Cl, -CH₃, -OH or -OCH₃,

X¹ is as defined in claim 50,

n = 0 or 1 and n₁ = 0-2.

55. A compound of the formula



wherein R^a is C₃-C₆ alkyl, C₃-C₆ cycloalkyl, up to per-halosubstituted C₃-C₆ alkyl and up to per-halosubstituted C₃-C₆ cycloalkyl; and

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl, or naphthyl; substituted by phenyl, pyridinyl or -Y-Ar, wherein the cyclic structures of B are optionally substituted by halogen, up to per halo, and optionally substituted by X¹_n

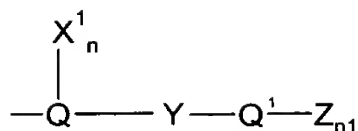
wherein $n = 0-2$, each X^1 is independently selected from the group consisting of $-\text{CN}$, $-\text{NO}_2$, $-\text{OR}^5$ and $\text{C}_1\text{-C}_{10}$ alkyl, $-\text{SR}^5$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, substituted C_{2-10} -alkenyl, substituted C_{1-10} -alkoxy, and substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

wherein if X^1 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NO}_2$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$ and halogen up to per-halosubstitution; wherein R^5 and $\text{R}^{5'}$ are independently selected from H , $\text{C}_1\text{-C}_{10}$ alkyl, C_{2-10} -alkenyl, $\text{C}_3\text{-C}_{10}$ cycloalkyl, up to per-halosubstituted $\text{C}_1\text{-C}_{10}$ alkyl, up to per-halosubstituted C_{2-10} -alkenyl, and up to per-halosubstituted $\text{C}_3\text{-C}_{10}$ cycloalkyl,

wherein Y is $-\text{O}-$, $-\text{S}-$, $-\text{N}(\text{R}^5)-$, $-(\text{CH}_2)_m-$, $-\text{C}(\text{O})-$, $-\text{CH}(\text{OH})-$, $-(\text{CH}_2)_m\text{O}-$, $-\text{NR}^5\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{NR}^5-$, $-(\text{CH}_2)_m\text{S}-$, $-(\text{CH}_2)_m\text{N}(\text{R}^5)-$, $-\text{O}(\text{CH}_2)_m-$, $-\text{CHX}^a$, $-\text{CX}_2^a$, $-\text{S}-(\text{CH}_2)_m-$ and $-\text{N}(\text{R}^5)(\text{CH}_2)_m-$, $m = 1-3$, and X^a is halogen; and

Q12 cont.
 Ar is a phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} , wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-\text{CN}$, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^{5'}$ and $-\text{NR}^5\text{C}(\text{O})\text{OR}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, and $\text{C}_3\text{-C}_{10}$ cycloalkyl,

56. A compound as in claim 55, wherein B is



wherein

Y is selected from the group consisting of -O-, -S-, -CH₂-, -SCH₂-, -CH₂S-, -CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O-, -OCH₂-,

X^a is halogen,

Q is a phenyl or pyridinyl substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl,

X¹ is C₁-C₄ alkyl or halosubstituted C₁-C₄ alkyl up to per-halo,

Z, n and n₁ are as defined in claim 55, and s is 0 or 1.

57. A compound as in claim 56, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, X¹ is as defined in claim 56 and

Z is selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷, wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group consisting of hydrogen, C₃-C₁₀-alkyl, C₃-C₆-cycloalkyl and wherein R⁶ and R⁷ can be substituted by halogen or up to per-halosubstitution.

58. A compound as in claim 56,

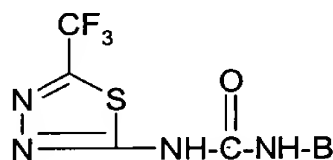
wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution,

Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution,

Y is -O- or -S-,

X¹ is as defined in claim 56, n = 0 or 1 and n1 = 0.

59. A compound as in claim 55, of the formula



wherein B is phenyl, pyridinyl, indolyl, isoquinolyl, quinolyl, or naphthyl substituted by phenyl, pyridinyl or -Y-Ar, optionally substituted by halogen, up to per halo, and wherein each-cyclic structure of B is optionally substituted by X¹_n,

wherein n = 0-2; each X¹ is independently selected from the group consisting of -CN, -OR⁵, -NR⁵R^{5'}, C₁-C₁₀ alkyl, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, -NO₂, -SR⁵, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C₃-C₁₀ cycloalkyl, and substituted C₁-C₁₀ alkyl, substituted C₂₋₁₀-alkenyl, substituted C₁₋₁₀-alkoxy, and substituted C₃-C₁₀ cycloalkyl,

wherein R⁵ and R^{5'} are independently selected from H, C₁-C₁₀ alkyl, C₂₋₁₀-alkenyl, C₃-C₁₀ cycloalkyl, up to per-halosubstituted C₁-C₁₀ alkyl, up to per-halosubstituted C₂₋₁₀-alkenyl; up to per-halosubstituted C₃-C₁₀ cycloalkyl,

wherein Y is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a-, -CX^a₂-, -S-(CH₂)_m- and -N(R⁵)(CH₂)_m-, m = 1-3, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolyl, isoquinolyl, phthalimidyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1},

wherein n1 is 0 to 3 and each Z is independently selected from the group consisting of—CN, —CO₂R⁵, —C(O)R⁵, =O, —C(O)NR⁵R^{5'}, —C(O)—NR⁵, —NO₂, —OR⁵, —SR⁵, —NR⁵R^{5'}, —NR⁵C(O)OR^{5'}, —NR⁵C(O)R^{5'}, —SO₂R⁵, —SO₂R⁵R^{5'}, C₁–C₁₀ alkyl, C₁–C₁₀ alkoxy, C₃–C₁₀ cycloalkyl, substituted C₁–C₁₀ alkyl, substituted C₃–C₁₀ cycloalkyl, wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of —CN, —CO₂R⁵, —C(O)NR⁵R^{5'}, =O, —OR⁵, —SR⁵, —NO₂, —NR⁵R^{5'}, —NR⁵C(O)R^{5'}, —NR⁵C(O)OR^{5'}, C₁–C₁₀ alkyl, C₁–C₁₀ alkoxy, and C₃–C₁₀ cycloalkyl,

60. A compound as in claim 59 selected from the group consisting of:

N-(5-*tert*-Butyl-2-(1-thia-3,4-diazolyl))-*N'*-(3-(4-pyridinyl)thiophenyl)urea;

N-(5-*tert*-Butyl-2-(1-thia-3,4-diazolyl))-*N'*-(4-(4-pyridinyl)oxyphenyl)urea;

N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(3-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(3-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(2-chloro-4-(4-(2-methylcarbamoyl)pyridyl)-oxyphenyl) urea;

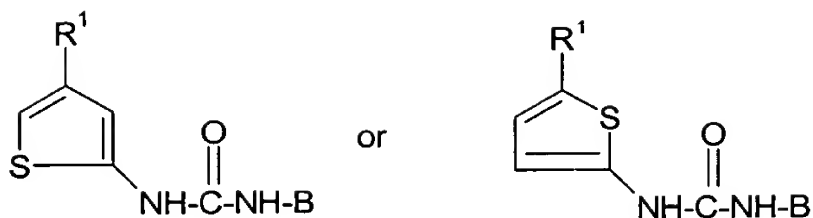
N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(3-(4-pyridyl)thiophenyl) urea;

N-(5-*tert*-butyl-2-(1-thia-3,4-diazolyl))-*N'*-(2-methyl-4-(4-(2-methylcarbamoyl)pyridyl)oxyphenyl) urea;

N-(5-(1,1-dimethylprop-1-yl)-2-(1-thia-3,4-diazolyl))-*N'*-(4-(3-carbamoylphenyl)oxyphenyl) urea;

and pharmaceutically acceptable salts thereof.

61. A compound of one of the formulae



wherein R^1 is selected from the group consisting of halogen, C_3 - C_{10} alkyl, C_{1-13} -heteroaryl, C_{6-14} -aryl, C_{7-24} -alkaryl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_{1-13} -heteroaryl, up to per-halosubstituted C_{6-14} -aryl, and up to per-halosubstituted C_{7-24} -alkaryl;

B is phenyl, pyridinyl, indolinyl, isoquinolinyl, quinolinyl, or naphthyl substituted by phenyl, pyridinyl or -Y-Ar, wherein the cyclic structures of B are optionally substituted by halogen, up to per halo, and optionally substituted by X^1_n

wherein $n = 0-2$; each X^1 is independently selected from the group consisting of -CN, -OR⁵, -NR⁵R^{5'}, C_1 - C_{10} alkyl, -CO₂R⁵, -C(O)NR⁵R^{5'}, -C(O)R⁵, =O, -NO₂, -SR⁵, -NR⁵C(O)OR^{5'}, -NR⁵C(O)R^{5'}, C_3 - C_{10} cycloalkyl, substituted C_1 - C_{10} alkyl, substituted C_{2-10} -alkenyl, substituted C_{1-10} -alkoxy, and substituted C_3 - C_{10} cycloalkyl,

wherein if X^1 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of -CN, -CO₂R⁵, -C(O)R⁵, -C(O)NR⁵R^{5'}, -OR⁵, -SR⁵, -NR⁵R^{5'}, -NO₂, -NR⁵C(O)R^{5'}, -NR⁵C(O)OR^{5'} and halogen up to per-halo substitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_{2-10} -alkenyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_{2-10} -alkenyl, and up to per-halosubstituted C_3 - C_{10} cycloalkyl, wherein Y is -O-, -S-, -N(R⁵)-, -(CH₂)_m-, -C(O)-, -CH(OH)-, -(CH₂)_mO-, -NR⁵C(O)NR⁵R^{5'}-, -NR⁵C(O)-, -C(O)NR⁵-, -(CH₂)_mS-, -(CH₂)_mN(R⁵)-, -O(CH₂)_m-, -CHX^a-, -CX^a₂-, -S-(CH₂)_m- and -N(R⁵)(CH₂)_m-,

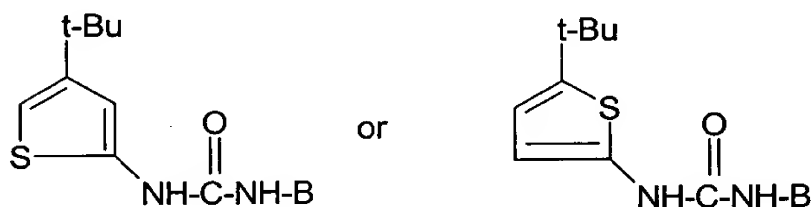
$m = 1-3$, and X^a is halogen; and

Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl,

thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl which is unsubstituted or substituted by halogen up to per-halosubstitution and optionally substituted by Z_{n1} ,

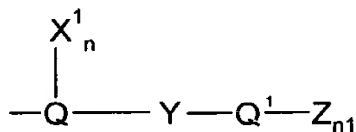
wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of – CN, $-\text{CO}_2\text{R}^5$, $=\text{O}$, $-\text{C}(\text{O})\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $-\text{C}(\text{O})-\text{NR}^5$, $-\text{NO}_2$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{SO}_2\text{R}^5$, $-\text{SO}_2\text{R}^5\text{R}^{5'}$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy, $\text{C}_3\text{-C}_{10}$ cycloalkyl, substituted $\text{C}_1\text{-C}_{10}$ alkyl, substituted $\text{C}_3\text{-C}_{10}$ cycloalkyl, wherein if Z is a substituted group, it is substituted by the one or more substituents independently selected from the group consisting of – CN, $-\text{CO}_2\text{R}^5$, $-\text{C}(\text{O})\text{NR}^5\text{R}^{5'}$, $=\text{O}$, $-\text{OR}^5$, $-\text{SR}^5$, $-\text{NO}_2$, $-\text{NR}^5\text{R}^{5'}$, $-\text{NR}^5\text{C}(\text{O})\text{R}^5$, $-\text{NR}^5\text{C}(\text{O})\text{OR}^5$, $\text{C}_1\text{-C}_{10}$ alkyl, $\text{C}_1\text{-C}_{10}$ alkoxy[τ] and $\text{C}_3\text{-C}_{10}$ cycloalkyl,

62. A compound of one of the formulae



wherein B is as defined in claim 1 .

63. A compound of claim 61, wherein B is



wherein

Y is selected from the group consisting of $-\text{O}-$, $-\text{S}-$, $-\text{CH}_2-$, $-\text{SCH}_2-$, $-\text{CH}_2\text{S}-$,

-CH(OH)-, -C(O)-, -CX^a₂, -CX^aH-, -CH₂O- and -OCH₂-,

X^a is halogen,

Q is phenyl or pyridinyl substituted or unsubstituted by halogen, up to per-halosubstitution;

Q¹ is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, unsubstituted or substituted by halogen up to per-halosubstitution,

X¹ is C₁-C₄ alkyl or halosubstituted C₁-C₄ alkyl up to per halo,

Z, n and n1 are as defined in claim 61 or 1.

64. A compound of claim 63, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

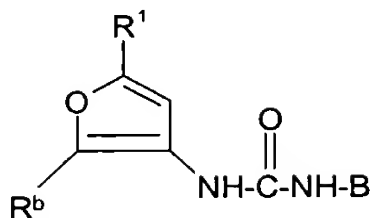
Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, X¹ is as defined in claim 63 and

Z is selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷, wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group consisting of hydrogen, C₃-C₁₀-alkyl, and C₃-C₆-cycloalkyl and ~~C₆-C₁₀-aryl~~, wherein R⁶ and R⁷ can be substituted by halogen or up to per-halosubstitution.

65. A compound of claim 63,

wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, and Y is -O- or -S-, X¹ is as defined in claim 63, n = 0 or 1, Z is -Cl, -CH₃, -OH or OCH₃, and n1 = 0-2.

66. A compound of the formula



wherein R^1 is selected from the group consisting of C_3 - C_6 alkyl, C_3 - C_6 cycloalkyl, up to per-halosubstituted C_3 - C_6 alkyl and up to per-halosubstituted C_3 - C_6 cycloalkyl and

wherein B is phenyl, pyridinyl, indolyl, isoquinolyl, quinolyl, or naphthyl substituted by phenyl, pyridinyl or $-Y-Ar$, wherein the cyclic structures of B are optionally substituted by halogen, up to per halo, and optionally substituted by X^n

wherein $n = 0-3$ and each X^1 is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, C_1 - C_{10} alkyl, C_2 - C_{10} -alkenyl, C_1 - C_{10} -alkoxy, C_3 - C_{10} cycloalkyl, substituted C_1 - C_{10} alkyl, substituted C_2 - C_{10} -alkenyl, substituted C_1 - C_{10} -alkoxy, and substituted C_3 - C_{10} cycloalkyl,

wherein if X^1 is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $-C(O)NR^5R^{5'}$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NO_2$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$ and halogen up to per-halosubstitution;

wherein R^5 and $R^{5'}$ are independently selected from H, C_1 - C_{10} alkyl, C_2 - C_{10} -alkenyl, C_3 - C_{10} cycloalkyl, up to per-halosubstituted C_1 - C_{10} alkyl, up to per-halosubstituted C_2 - C_{10} -alkenyl and up to per-halosubstituted C_3 - C_{10} cycloalkyl,

wherein Y is $-O-$, $-S-$, $-N(R^5)-$, $-(CH_2)_m-$, $-C(O)-$, $-CH(OH)-$, $-(CH_2)_mO-$, $-NR^5C(O)NR^5R^{5'}$, $-NR^5C(O)-$, $-C(O)NR^5-$, $-(CH_2)_mS-$, $-(CH_2)_mN(R^5)-$, $-O(CH_2)_m-$, $-CHX^a$, $-CX^a_2-$, $-S-(CH_2)_m-$ and $-N(R^5)(CH_2)_m-$,

$m = 1-3$, and X^a is halogen; and

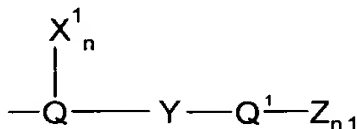
Ar is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolyl, isoquinolyl, phthalimidyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl,

benzisoxazolyl, benzothiazolyl or benzisothiazolyl, which is unsubstituted or substituted by halogen up to per-halo and optionally substituted by Z_{n1} ,

wherein $n1$ is 0 to 3 and each Z is independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)R^5$, $=O$, $-C(O)NR^5R^{5'}$, $-C(O)R^5$, $-NO_2$, $-OR^5$, $-SR^5$, $-NR^5R^{5'}$, $-NR^5C(O)OR^{5'}$, $-NR^5C(O)R^{5'}$, $-SO_2R^5$, $-SO_2R^5R^{5'}$, C_1-C_{10} alkyl, C_3-C_{10} cycloalkyl, substituted C_1-C_{10} alkyl, substituted C_3-C_{10} cycloalkyl, wherein if Z is a substituted group, it is substituted by one or more substituents independently selected from the group consisting of $-CN$, $-CO_2R^5$, $-C(O)NR^5R^{5'}$, $=O$, $-OR^5$, $-SR^5$, $-NO_2$, $-NR^5R^{5'}$, $-NR^5C(O)R^{5'}$, $-NR^5C(O)OR^{5'}$, C_1-C_{10} alkyl, C_1-C_{10} alkoxy, and C_3-C_{10} cycloalkyl

67. A compound of claim 66, wherein B is

*A¹²
cont.*



wherein

Y is selected from the group consisting of $-O-$, $-S-$, $-CH_2-$, $-SCH_2-$, $-CH_2S-$, $-CH(OH)-$, $-C(O)-$, $-CX^a_2$, $-CX^aH-$, $-CH_2O-$ and $-OCH_2-$,

X^a is halogen,

Q is phenyl or pyridinyl substituted or unsubstituted by halogen, up to per-halosubstitution;

Q^1 is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl, indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl, unsubstituted or substituted by halogen up to per-halosubstitution,

X^1 is C_1-C_4 alkyl or halosubstituted C_1-C_4 alkyl up to per halo, and

Z , n and $n1$ are as defined in claim 66.

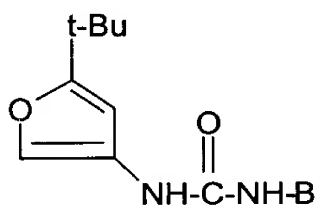
68. A compound of claim 67, wherein

Q is phenyl or pyridinyl, substituted or unsubstituted by halogen, up to per-halosubstitution,

Q¹ is selected from the group consisting of phenyl, pyridinyl, naphthyl, pyrimidinyl, quinoline, isoquinoline, imidazole and benzothiazolyl, optionally substituted by halogen, up to per-halo, X¹ is as defined in claim 67 and

Z is selected from the group consisting of -R⁶, -OR⁶ and -NHR⁷, wherein R⁶ is hydrogen, C₁-C₁₀-alkyl or C₃-C₁₀-cycloalkyl and R⁷ is selected from the group consisting of hydrogen, C₃-C₁₀-alkyl, and C₃-C₆-cycloalkyl wherein R⁶ and R⁷ can be substituted by halogen or up to per-halosubstitution.

69. A compound of the formula



wherein B is as defined in claim 1 .

70. A compound as in claim 67,

wherein Q is phenyl optionally substituted by halogen up to per-halosubstitution, Q¹ is phenyl or pyridinyl optionally substituted by halogen up to per-halosubstitution, and Y is -O- or -S-, X¹ is as defined in claim 67, Z is -Cl or -OCH₃, n = 0, s = 0 and n1 = 0-2.

Please add new claims 78 and 79 as follows:

A¹³

-- 78. A method as in claim 1, wherein B is phenyl, pyridinyl, pyrimidinyl, pyrazinyl, pyridazinyl, naphthyl, quinolinyl, isoquinolinyl, phthalimidinyl, furyl, thienyl, pyrrolyl, imidazolyl, pyrazolyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, benzofuryl, benzothienyl,

indolyl, benzopyrazolyl, benzoxazolyl, benzisoxazolyl, benzothiazolyl or benzisothiazolyl substituted by -Y-Ar and optionally substituted by halogen up to per-halosubstitution, C₁-C₄ alkyl and up to per-halosubstituted C₁-C₄ alkyl, wherein Y and Ar are as defined in claim 1.

Al¹³ conall • 79. A method as in claim 1, wherein B is

a) phenyl, pyridinyl, naphthyl, quinolinyl or isoquinolinyl, substituted by -Y-Ar and optionally substituted by halogen up to per-halosubstitution, C₁-C₄ alkyl and up to per-halosubstituted C₁-C₄ alkyl, wherein Y and Ar are as defined in claim 1;

b) thienyl substituted by methyl; or

c) indolyl substituted by phenyl or pyridyl. --
